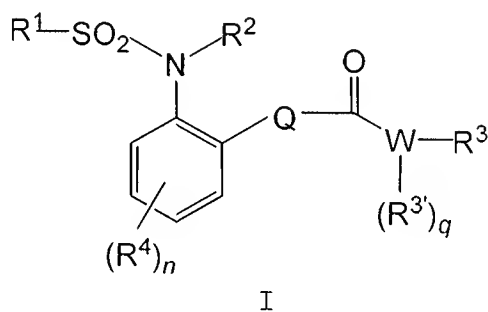
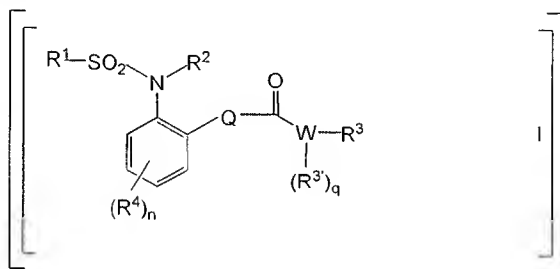


Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Currently amended) A compound of Formula I:



wherein

Q is selected from the group consisting of C₂-C₃ alkylene[[,]] and C₂-C₃ alkenylene and C₂-C₃ alkynylene;

W is selected from the group consisting of O, S, and N, wherein:

when W is O or S, then *q* is zero; and when W is N, then *q* is one;

R¹ is selected from the group consisting of aryl, substituted aryl, heteroaryl, substituted heteroaryl, heterocyclic and substituted heterocyclic;

R² is selected from the group consisting of hydrogen, alkyl, cycloalkyl, aryl, aralkyl, heteroaryl, heteroaralkyl and heterocyclic;

R^3 and $R^{3'}$ are independently selected from the group consisting of hydrogen, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, aryl, substituted aryl, cycloalkyl, substituted cycloalkyl, heteroaryl, substituted heteroaryl, heterocyclic and substituted heterocyclic, or R^3 and $R^{3'}$ together with the nitrogen atom to which they are attached form a heteroaryl, substituted heteroaryl, heterocyclic, or substituted heterocyclic;

each R^4 is independently selected from the group consisting of alkyl, amino, substituted amino, cycloalkyl, alkoxy, aryl, heteroaryl, heterocyclic, acyl, halogen, nitro, cyano, hydroxy, carboxy, $-C(O)OR^{10}$ wherein R^{10} is alkyl, substituted alkyl, aryl, or substituted aryl, and $-C(O)NR^{11}R^{12}$ wherein R^{11} and R^{12} are independently selected from the group consisting of hydrogen, alkyl, aryl, cycloalkyl, heteroaryl, and heterocyclic, or R^{11} and R^{12} together with the nitrogen atom to which they are joined form a heteroaryl, substituted heteroaryl, heterocyclic a substituted heterocyclic group;

n is an integer of from 0 to 3;

q is an integer equal to 0 or 1;

or a pharmaceutically acceptable salt, ~~prodrug~~ geometric isomer or stereoisomer thereof.

2. (Original) The compound according to Claim 1 wherein R^1 is selected from the group consisting of phenyl; naphth-1-yl; 5-dimethylaminonaphth-1-yl; 2-fluorophenyl; 2-chlorophenyl; 2-cyano-phenyl; 2-methylphenyl; 2-nitrophenyl; 2-trifluoromethylphenyl; 3-chloro-phenyl; 4-methylphenyl (tolyl); 2,5-dibromophenyl; 4-bromo-2-ethylphenyl; 4-bromo-2-trifluoromethoxyphenyl; 2,3-dichlorophenyl; 2,4-dichlorophenyl; 3,4-dichlorophenyl; 2,5-dichlorophenyl; 3,5-dichlorophenyl; 2,6-dichloro-phenyl; 2-chloro-4-cyanophenyl; 2-chloro-4-fluorophenyl; 3-chloro-2-methylphenyl; 2-chloro-6-methylphenyl; 5-chloro-2-methoxyphenyl; 2-chloro-4-trifluoromethyl-phenyl; 2,4-difluorophenyl; 5-fluoro-2-methyl-phenyl; 2,5-dimethoxyphenyl; 2-methoxy-4-methylphenyl; 2-methoxy-5-bromophenyl; 2-methoxy-5-methylphenyl; 2,5-dimethylphenyl; 2-methyl-5-nitrophenyl; 3,5-di(trifluoromethyl)phenyl; 4-bromo-2,5-difluorophenyl; 2,3,4-trichlorophenyl; 2,4,5-trichlorophenyl; 2,4,6-trichlorophenyl; 2,4-dichloro-5-methylphenyl; 4-chloro-2,5-

dimethylphenyl; 2,4,6-tri(*iso*)propyl-phenyl; 2,4,6-trimethylphenyl;
2,3,5-trimethyl-4-chlorophenyl; 2,3,6-trimethyl-4-methoxyphenyl; 2,3,4,5,6-pentamethylphenyl;
5-chloro-1,3-dimethylpyrazol-4-yl; 2-methoxycarbonyl-thiophen-3-yl; 2,3-dimethyl-imidazol-
5-yl; 2-methylcarbonylamino-4-methyl-thiazol-5-yl; quinolin-8-yl; thiophen-2-yl;
1-methylimidiazol-4-yl; 3,5-dimethylisoxazol-4-yl; N-morpholino; 2,3,4-trifluoro-phenyl; 2,4-
dichloro-3-methylphenyl; 2,4-dimethyl-5-chlorophenyl; 2-chloro-5-methylphenyl; 2-methyl-4-
fluorophenyl; 2-phenoxyphenyl; 3-(4-methyl-phenoxy)-phenyl; 3,4-difluorophenyl;
3,4-dimethoxyphenyl; 3-chloro-4-fluorophenyl; 3-chloro-4-methylphenyl; 3-methylphenyl; and
6-chloro-5-bromopyrid-3-yl.

3. (Original) The compound according to Claim 2 wherein R¹ is selected from the group consisting of 4-chloro-2,5-dimethylphenyl and 2,3-dichlorophenyl.

4. (Original) The compound according to Claim 1 wherein R² is hydrogen or methyl, or ethyl.

5. (Original) The compound according to Claim 1, wherein W is nitrogen and *q* is one.

6. (Original) The compound according to Claim 5, wherein R³ is selected from the group consisting of:

amino,
2-[*N*-(α -aminoacetyl)piperid-4-yl]ethyl,
4-aminobenzyl,
2-[*N*-(1-amino-1-methylethylcarbonyl)piperid-4-yl]ethyl,
2-(4-aminophenyl)ethyl,
2-aminothiazol-5-ylmethyl,
(2-aminopyrid-4-yl)methyl,

benzyl,
 2-bromoethyl,
 1-(S)-carboxamide-2-(indol-3-yl)ethyl,
 carboxamidemethyl,
 1-carboxamide-2-(S)-methyl-butyl,
 1-(S)-carbamyol-2-(phenyl)ethyl,
 1-(R)-carboxamide-2-(phenyl)ethyl,
 4-carboxybenzyl,
 2-chloroethyl,
 cyanomethyl,
 2-(4-cyanophenyl)ethyl,
 2-(4-cyanophenyl)-1-(R)-(pyrrolidin-*N*-ylcarbonyl)ethyl,
 2-(4-cyanophenyl)-1-(S)-(pyrrolidin-*N*-ylcarbonyl)ethyl,
 cyclohexyl,
 cyclohexylmethyl,
 2-(*N*-cyclopropylpiperidin-4-yl)ethyl,
 2-(*N*-cyclopropylpiperidin-4-yl)-1-(R)-(pyrrolidin-*N*-ylcarbonyl)ethyl,
 1-(R)-1,3-di(benzyloxycarbonyl)propyl,
 1-(S)-1,3-dicarboxamidepropyl,
 (2-dimethylamino)ethyl,
 2-[4-(*N,N*-dimethylamino)]phenethyl,
 3-(dimethylamino)propyl,
 1-(S)-ethoxycarbonylethyl,
 2-ethoxyphenyl,
 ethyl,
 1-(R)-(1-*N*-ethylaminocarbonyl)-4-amino-*n*-butyl,
 1-(S)-(1-*N*-ethylaminocarbonyl)-4-amino-*n*-butyl,
 1-(R)-(1-*N*-ethylaminocarbonyl)-5-(*t*-butoxycarbonylamino)pent-5-yl,

1-(S)-(1-*N*-ethylaminocarbonyl)-5-(*t*-butoxycarbonylamino)pent-5-yl,
 1-(R)-(1-*N*-ethylaminocarbonyl)-4-(*N'*-*t*-butoxycarbonylamino)-*n*-but-5-yl,
 1-(S)-(1-*N*-ethylaminocarbonyl)-4-(*N'*-*t*-butoxycarbonylamino)-*n*-but-5-yl,
 1-(R)-(1-*N*-ethylaminocarbonyl)-5-(*N'*-*t*-butoxycarbonylamino)-*n*-pent-5-yl,
 1-(S)-(1-*N*-ethylaminocarbonyl)-5-(*N'*-*t*-butoxycarbonylamino)-*n*-pent-5-yl,
 4-fluorophenethyl,
 hydrogen,
 2-hydroxyethyl,
 2-(4-hydroxyphenyl)-1-(S)-(methoxycarbonyl)ethyl,
 2-(4-hydroxyphenyl)-1-(S)-(isopropoxycarbonyl)ethyl,
 2-(4-hydroxyphenyl)-1-(R)-(methoxycarbonyl)ethyl,
 2-(*N*-hydroxypyrid-4-yl)ethyl,
 2-(imidazol-4-yl)ethyl,
 2-[4-(imidazolin-2-yl)phenyl]-1-(R)-(pyrrolidin-1-ylcarbonyl)ethyl,
 2-[4-(imidazolin-2-yl)phenyl]ethyl,
 2-(indol-3-yl)ethyl,
 2-(indol-3-yl)-1-(S)-(methoxycarbonyl)ethyl,
 2-(indol-3-yl)-1-(R)-(methoxycarbonyl)ethyl,
iso-propyl,
 1-(R)-(isopropoxycarbonyl)-2-(phenyl)ethyl,
 4-(methoxycarbonyl)benzyl,
 1-(R)-(methoxycarbonyl)ethyl,
 methoxycarbonylmethyl,
 methoxycarbonylphenylmethyl,
 2-methoxyethyl,
 1-(R)-(methoxycarbonyl)-2-(*N*-methylpiperidin-4-yl)ethyl,
 1-(R)-(methoxycarbonyl)-2-(*N*-methyl-1,2,3,6-tetrahydropyrid-4-yl)ethyl,
 2-methoxyphenyl,

1-(R)-(methoxycarbonyl)-2-pyrid-4-yl)ethyl,
methyl,
2-[4-(methylcarbonylamino)]phenethyl,
2-(4-methylpiperazin-1-yl)ethyl,
2-(*N*-methylpiperidin-4-yl)ethyl,
(*N*-methylpiperidin-2-yl)methyl,
2-(*N*-methylpiperidin-2-yl)ethyl,
2-(*N*-methylpiperidin-3-yl)ethyl,
2-(*N*-methylpiperidin-4-yl)ethyl,
2-(*N*-methylpiperidin-4-yl)-1-(R)-(pyrrolidin-*N*-ylcarbonyl)ethyl,
2-[(*N*-methyl)pyrrolidin-2-yl]ethyl,
2-(*N*-methyl-1,2,5,6-tetrahydropyrid-4-yl)ethyl,
2-(*N*-methyl-1,2,5,6-tetrahydropyrid-4-yl)-1-(R)-(pyrrolidin-*N*-ylcarbonyl)ethyl,
3-(2-methylthiazol-5-yl)-pyrazol-5-yl,
2-(*N*-morpholino)ethyl,
n-hexyl,
4-nitrobenzyl,
phenethyl,
1-(R)-phenylethyl,
1-(S)-phenylethyl,
phenyl,
4-phenylbutyl,
1-(R)-2-phenylcarboxyethyl,
1-(R)-2-phenyl-1-(methoxycarbonyl)ethyl,
1-(S)-2-phenyl-1-(methoxycarbonyl)ethyl,
3-phenyl-*n*-propyl,
2-(phenyl)-1-(S)-(pyrrolidin-*N*-ylcarbonyl)ethyl,
2-(piperidin-*N*-yl)ethyl,

2-(piperidin-2-yl)ethyl,
 2-(piperidin-3-yl)ethyl,
 2-(piperidin-4-yl)ethyl,
 (piperid-1-yl)carbonylmethyl,
 pyrazin-2-ylmethyl,
 2-(pyrid-2-yl)ethyl,
 2-(pyrid-3-yl)ethyl,
 2-(pyrid-4-yl-)ethyl,
 (pyrid-2-yl)methyl,
 (pyrid-3-yl)methyl,
 (pyrid-4-yl)methyl,
 2-[*N*-(pyrid-4-yl)]piperidin-4-yl]ethyl,
 2-[*N*-(pyrid-3-yl)piperidin-4-yl]ethyl,
 2-[*N*-(pyrid-2-yl)piperidin-4-yl]ethyl,
 2-[*N*-(4-methylpyrid-2-yl)]piperidin-4-yl]ethyl,
 2-[*N*-(3-methylpyrid-2-yl)]piperidin-4-yl]ethyl,
 2-(pyrid-4-yl)-1-(*R*)-(pyrrolidin-*N*-ylcarbonyl)ethyl,
 1-(*R*)-(pyrrolidin-*N*-ylcarbonyl)-5-amino-*n*-pentyl,
 1-(*S*)-(pyrrolidin-*N*-ylcarbonyl)-5-amino-*n*-pentyl,
 1-(*R*)-(pyrrolidin-*N*-ylcarbonyl)-2-(4-biphenyl)ethyl,
 1-(*S*)-(pyrrolidin-*N*-ylcarbonyl)-2-(4-biphenyl)ethyl,
 1-(*R*)-(pyrrolidin-*N*-ylcarbonyl)-2-(4-iodophenyl)ethyl,
 1-(*S*)-(pyrrolidin-*N*-ylcarbonyl)-2-(4-iodophenyl)ethyl,
 1-(*R*)-(pyrrolidin-*N*-carbonyl)-4-(*t*-butoxycarbonylamino)-*n*-butyl,
 1-(*S*)-(pyrrolidin-*N*-carbonyl)-4-(*t*-butoxycarbonylamino)-*n*-butyl,
 1-(*S*)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(2-imidazolin-2-yl)phenyl]ethyl,
 2-(*R*)-(pyrrolidin-*N*-ylcarbonyl)-3-phenylprop-2-yl,
 1-(*R*)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(*N*-methylpiperidin-2-yl)phenyl]ethyl,

1-(S)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(*N*-methylpiperidin-2-yl)phenyl]ethyl,
 1-(R)-(pyrrolidin-*N*-ylcarbonyl)-2-[N-methyl-1,2,5,6-tetrahydro-pyridin-4-yl)-phen-4-yl]ethyl,
 1-(S)-(pyrrolidin-*N*-ylcarbonyl)-2-[N-methyl-1,2,5,6-tetrahydro-pyridin-4-yl)-phen-4-yl]ethyl,
 1-(R)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(piperidin-2-yl)cyclohexyl]ethyl,
 1-(S)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(piperidin-2-yl)cyclohexyl]ethyl,
 1-(R)-(pyrrolidin-*N*-ylcarbonyl)-2-[N-(phenyl)piperidin-4-yl]ethyl,
 1-(S)-(pyrrolidin-*N*-ylcarbonyl)-2-[N-(phenyl)piperidin-4-yl]ethyl,
 1-(R)-(pyrrolidin-*N*-ylcarbonyl)-2-[N-(pyridin-4-yl)piperidin-4-yl]ethyl,
 1-(S)-(pyrrolidin-*N*-ylcarbonyl)-2-[N-(pyridin-4-yl)piperidin-4-yl]ethyl,
 1-(R)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(pyridin-4-yl)phenyl]ethyl,
 1-(S)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(pyridin-4-yl)phenyl]ethyl,
 1-(R)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(pyrid-2-yl)phenyl]ethyl,
 1-(S)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(pyrid-2-yl)phenyl]ethyl,
 1-(R)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(pyrimidin-2-yl)phenyl]ethyl,
 1-(S)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(pyrimidin-2-yl)phenyl]ethyl,
 1-(R)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(*N*-*t*-butoxycarbonylpyrrol-2-yl)phenyl]ethyl,
 1-(S)-(pyrrolidin-*N*-ylcarbonyl)-2-[4-(*N*-*t*-butoxycarbonylpyrrol-2-yl)phenyl]ethyl,
 1-(S)-(*t*-butoxycarbonyl)-2-(4-hydroxyphenyl)ethyl,
 3-*t*-butoxycarbonyl-1-methoxycarbonylpropyl,
 2-[*N*-(*t*-butoxycarbonylmethyl)piperid-4-yl]ethyl,
 2-[1-(*t*-butoxycarbonylmethyl)piperid-4-yl]ethyl,
 1-(S)-(*t*-butoxycarbonyl)-3-methylpropyl,
 1-(R)-(*t*-butoxycarbonyl)-3-methylpropyl,
 1-(R)-(*t*-butoxycarbonyl)-2-(phenyl)ethyl,
 2-(*N*-*t*-butoxycarbonylmethyl)pyridin-4-yl-ethyl,
 1-R-(*N*-pyrrolidinylcarbon-yl)-2-(4-pyridyl)ethyl,

1-S-(N-pyrrolidinylcarbonyl)-2-(4-pyridyl)ethyl,
1-R-1-(N-piperidinylcarbonyl)ethyl,
1-S-1-(N-piperidinylcarbonyl)ethyl,
1-R-1-methyl-2-(N-piperidinyl)ethyl,
1-S-1-methyl-2-(N-piperidinyl)ethyl,
1-R-1-methyl-2-(4-methylpiperazin-1-yl)ethyl,
1-S-1-methyl-2-(4-methylpiperazin-1-yl)ethyl,
 α -(R,S)-methoxycarbonylbenzyl,
1(R)-1-[4-methylpiperazinylcarbonyl]ethyl,
1(S)-1-[4-methylpiperazinylcarbonyl]ethyl,
2-(N-(5-methyl-pyrimidin-4-yl)-piperidin-4-yl)ethyl,
2-(N-(pyrimidin-4-yl)-piperidin-4-yl)ethyl,
2-(N,N-dimethylpiperidin-4-yl)ethyl,
2-[4-(piperidinylmethyl) phenyl]ethyl,
2-oxo-5-phenyl-2,3-dihydro-1H-benzo[e][1,4]diazepin-3-yl, and
4-[1-(pyrid-4-yl)-piperazin-4-yl]phenyl.

7. (Original) The compound according to Claim 5, wherein R^{3'} is selected from the group consisting of hydrogen, methyl, ethyl, *iso*-propyl, 2-methoxyethyl, and pyrid-3-ylmethyl.

8. (Original) The compound according to Claim 5, wherein R^{3'} is hydrogen.

9. (Withdrawn) The compound according to Claim 5 wherein *q* is zero and W is oxygen or sulfur.

10. (Withdrawn) The compound according to Claim 5, wherein R³ and R^{3'} are joined, together with the nitrogen atom to which they are bound, to form an optionally substituted heterocyclic group.

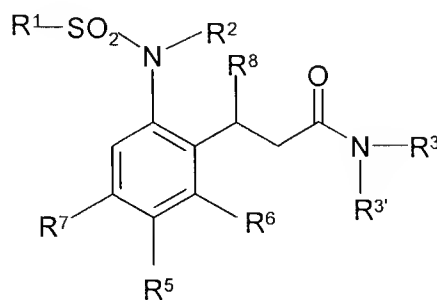
11. (Withdrawn) The compound according to Claim 10, wherein said optionally substituted heterocyclic group is selected from the group consisting of 4-(2-aminoethyl)-piperidin-1-yl; 4-[2-(N-*t*-butoxycarbonylamino)-ethyl]piperidin-1-yl; 1-(pyridin-2-yl)piperazin-4-yl; N-morpholino; 2-methylpiperid-N-yl; 2-(S)-carboxamide-pyrrolidin-N-yl; 2-(R)-hydroxy-5-(S)-methoxycarbonyl-pyrrolidin-N-yl; 2-(R)-methoxycarbonyl-pyrrolidin-N-yl; 2-(S)-methoxymethylpyrrolidin-1-yl; 3-(R)-(t-butoxycarbox-amido)pyrrolidin-N-yl; 3-carboxamidopiperid-N-yl; 3-hydroxypyrrolidin-N-yl; 4-acetylpiperazin-1-yl; 4-hydroxypiperid-N-yl; and 4-methylpiperazin-1-yl.

12. (Currently amended) The compound according to Claim 1, wherein *n* is zero and each R⁴ is hydrogen.

13. (Withdrawn) The compound according to Claim 1, wherein *n* is an integer from 1 to 3.

14. (Withdrawn/currently amended) The compound according to Claim 13, wherein *n* is 2 and each R⁴ is independently selected from the group consisting of fluoro, chloro and methyl.

15. (Currently amended) The compound according to Claim 1 which compound is represented by formula IIa:



II

or a pharmaceutically acceptable salt thereof, geometric isomer or stereoisomer thereof.

16. (Currently amended) A compound according to Claim 15 which is selected from the group consisting of:

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-1-(N"-pyrrolidinylcarbonyl)-2-(4-pyridyl)eth-1-yl]propionamide (**1**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N"-methylpiperidin-4-yl)eth-1-yl]propionamide (**2**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-1-(N"-piperidinylcarbonyl)eth-1-yl]propionamide (**3**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(S)-1-(N"-piperidinylcarbonyl)eth-1-yl]propionamide (**4**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N"-(4-methylpyrid-2-yl)}piperidin-4-yl]eth-1-yl]propionamide (**5**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-1-(N"-pyrrolidinylcarbonyl)-2-(4-pyridylphen-4-yl)eth-1-yl]propionamide (**6**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[(2-N"-piperidinyl)eth-1-yl]propionamide (**7**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[(2-pyrid-4-yl)eth-1-yl]propionamide (**8**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N"-(2-pyridyl)piperidin-4-yl}eth-1-yl]propionamide (**9**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N"-ethylpiperidin-4-yl)eth-1-yl]propionamide (**10**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(S)-1-methyl-2-(N"-piperidinyl)eth-1-yl]propionamide (**11**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N''-(pyrid-4-yl)piperidin-4-yl}eth-1-yl]propionamide (**12**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-1-methyl-2-(N''-piperidinyl)eth-1-yl]propionamide (**13**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N''-(2-methylpyrid-4-yl)piperidin-4-yl}eth-1-yl]propionamide (**14**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(S)-1-methyl-2-(4-methylpiperazin-1-yl)eth-1-yl]propionamide (**15**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-1-methyl-2-(4-methylpiperazin-1-yl)eth-1-yl]propionamide (**16**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-methyl-N-2-(N''-methylpiperidin-4-yl)eth-1-yl]propionamide (**17**);

3-[2'-{(2",3"-dichlorobenzene)-N'-methylsulfonamido}phenyl]-N-methyl-N-2-(N''-methylpiperidin-4-yl)eth-1-yl]propionamide (**18**);

3-[2'-{(2",5"-dimethyl-4"-chlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[(α -(R,S)-methoxycarbonyl)benzyl]propionamide (**19**);

3-[2'-{(2",3"-dichlorobenzene)-N'-methylsulfonamido}phenyl]-N-N-[(α -(R,S)-methoxycarbonyl)benzyl]propionamide (**20**); [[and]]

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-ethylsulfonamido}-phenyl]-N-[2-(N''-ethylpiperidin-4-yl)eth-1-yl]propionamide (**21**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)sulfonamido}-phenyl]-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (**66**);

3-[2'-{(2",3"-dichlorobenzene)sulfonamido}-phenyl]-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (**67**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1(R or S)-1-(4-methyl piperazinylcarbonyl)ethyl]propionamide (**68**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1(S or R)-1-(4-methyl piperazinylcarbonyl)ethyl]propionamide (**69**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N''-(3-methylpyrid-2-yl)}piperidin-4-yl]ethyl]propionamide (70);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (71);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)sulfonamido}-4,5-dichlorophenyl]-N-methyl-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (72);

3-[2'-{(3"-methyl-2",4"-dichlorobenzene)sulfonamido}-4,5-dichlorophenyl]-N-methyl-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (73);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-ethylsulfonamido}phenyl]-N-methyl-N-[2-[N''-(pyrid-2-yl)piperidin-4-yl]ethyl]propionamide (74);

3-[2'-{(3''-(4'''-methylphenoxy)benzene)-N'-methylsulfonamido}phenyl]-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (75);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-ethylsulfonamido}phenyl]-N-ethyl-N-[2-[N''-(pyrid-2-yl)piperidin-4-yl]ethyl]propionamide (76);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-ethylsulfonamido}phenyl]-N-[2-oxo-5-phenyl-2,3-dihydro-1H-benzo[e][1,4]diazepin-3-yl]propionamide (77);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-5,6-dichlorophenyl]-N-methyl-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (78);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-4,5-dichlorophenyl]-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (79);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-5,6-difluorophenyl]-N-methyl-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (80);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-ethylsulfonamido}phenyl]-N-isopropyl-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (81);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-5,6-difluorophenyl]-N-methyl-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (82);

3-methyl-3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido} phenyl]-N-[2-{N''-(pyrid-4-yl)piperidin-4-yl}ethyl]propionamide(Racemic mixture) **(83)**;

3-methyl-3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido} phenyl]-N-[2-{N''-(pyrid-4-yl)piperidin-4-yl}ethyl]propionamide (Isomer A, of racemic mixture) **(84)**;

3-methyl-3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido} phenyl]-N-[2-{N''-(pyrid-4-yl)piperidin-4-yl}ethyl]propionamide (Isomer B, of racemic mixture) **(85)**;

3-[2'-{(4"-methylbenzene)sulfonamido} phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide **(86)**;

3-[2'-{(3"-chloro-4"-methylbenzene)sulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide **(87)**;

3-[2'-{(2"-methyl-3"-chlorobenzene)sulfonamido} phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide **(88)**;

3-[2'-{(3",4"-dichlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide **(89)**;

3-[2'-{(2"-fluorobenzene)sulfonamido} phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide **(90)**;

3-methyl-3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido} phenyl]-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide **(91)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)sulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide **(92)**;

3-methyl-3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N''-(5-methylpyrid-2-yl)}piperidin-4-yl]ethyl]propionamide **(93)**;

3-[2'-{(2",4"-dichlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide **(94)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-ethylsulfonamido}-phenyl]-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide **(95)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-ethylsulfonamido}-phenyl]-N-[2-(N''-methylpiperidin-2-yl)ethyl]propionamide **(96)**;

3-[2'-{(4"-ehloro-2",5"-dimethylbenzene)-N'-ethylsulfonamido}-phenyl]-N-[2-(N"-methylpiperidin-3-yl)ethyl]propionamide (**97**);

3-[2'-{benzene-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**98**);

3-[2'-{(2",3"-dichlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**99**);

3-[2'-{(2"-chlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**100**);

3-[2'-{(2"-methylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**101**);

3-[2'-{(3"-chlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**102**);

3-[2'-{(3"-methylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**103**);

3-[2'-{(2",4",5"-triehlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**104**);

3-[2'-{(2",4"-diehloro-5"-methylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**105**);

3-[2'-{(2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**106**);

3-[2'-{(2",5"-diehlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**107**);

3-[2'-{(2",6"-diehlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**108**);

3-[2'-{(2"-methoxy-5"-chlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**109**);

3-[2'-{(2"-methyl-5"-fluorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**110**);

3-[2'-{(2"-chloro-6"-methylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**111**);

3-[2'-{(3"-fluoro-4"-methylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**112**);

3-[2'-{(naphthal-2-yl)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**113**);

3-[2'-{(3",4"-difluorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**114**);

3-[2'-{(3"-chloro-4"-fluorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**115**);

3-[2'-{(3",4"-dimethoxybenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**116**);

3-[2'-{(2"-chloro-4"-cyanobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**117**);

3-[2'-{(2",4"-dichloro-5"-methylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**118**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}phenyl]-N-methyl-N-[2-{N''-(4-methylpyrid-2-yl)}piperidin-4-yl]ethyl]propionamide (**119**);

3-[2'-{(4-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**120**);

3-[2'-{(naphthalyl)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**121**);

3-[2'-{(4-chlorobenzo[c][1,2,5]oxadiazol-7-yl)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**122**);

3-[2'-{(2"-phenoxybenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**123**);

3-[2'-{(2'',3'',4''-trifluorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**124**);

3-[2'-{(2''-chloro-4''-trifluoromethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**125**);

3-[2'-{(2''-methyl-4''-fluorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**126**);

3-[2'-{(3'',5''-dichloropyrid-2-yl)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**127**);

3-[2'-{(2'',3'',4''-trichlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**128**);

3-[2'-{(3'',5''-dichlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N'',N''-dimethylpiperidin-4-yl)ethyl]propionamide (**129**);

3-[2'-{(4''-chloro-2'',5''-dimethylbenzene)-N'-ethylsulfonamido}phenyl]-N-methyl-N-[2-[N''-(pyrimidin-4-yl)piperidin-4-yl]ethyl]propionamide (**130**);

3-[2'-{(4''-chloro-2'',5''-dimethylbenzene)-N'-ethylsulfonamido}phenyl]-N-methyl-N-[2-[N''-(5-methylpyrimidin-4-yl)piperidin-4-yl]ethyl]propionamide (**131**);

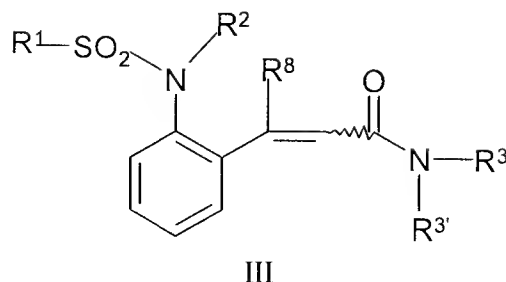
3-[2'-{(4''-chloro-2'',5''-dimethylbenzene)-N'-methylsulfonamido}phenyl]-N-methyl-N-[2-[4-(piperidinylmethyl)phenyl]ethyl]propionamide (**132**);

3-[2'-{(4''-chloro-2'',5''-dimethylbenzene)-N'-methylsulfonamido}phenyl]-N-methyl-N-{2-[3H-pyrrolo[3,2-b]pyrid-2-yl]ethyl}propionamide (**133**); and

3-[2'-{(2'',6''-dichlorobenzene)-N'-ethylsulfonamido}-phenyl]-N-[2-(N''-methylpiperidin-4-yl)ethyl]propionamide (**134**);

and or a pharmaceutically acceptable salt thereof, geometric isomer or stereoisomer thereof.

17. (Withdrawn/Currently amended) The compound according to Claim 1 which compound is represented by formula IIIa:



or a pharmaceutically acceptable salt thereof, geometric isomer or stereoisomer thereof.

18. (Withdrawn/Currently amended) A compound according to Claim 15 which is selected from the group consisting of:

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-1-(N"-pyrrolidinylcarbonyl)-2-(4-pyridyl)eth-1-yl]acrylamide (**22**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N"-methylpiperidin-4-yl)eth-1-yl]acrylamide (**23**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-1-(N"-piperidinylcarbonyl)eth-1-yl]acrylamide (**24**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(S)-1-(N"-piperidinylcarbonyl)eth-1-yl]acrylamide (**25**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N"-(4-methylpyrid-2-yl)}piperidin-4-yl]eth-1-yl]acrylamide (**26**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-(N"-pyrrolidinylcarbonyl)-2-(4-pyridylphen-4-yl)eth-1-yl]acrylamide (**27**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[(2-N"-piperidinyl)eth-1-yl]acrylamide (**28**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[(2-pyrid-4-yl)eth-1-yl]acrylamide (**29**);

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N''-(2-pyridyl)piperidin-4-yl}eth-1-yl]acrylamide **(30)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N''-ethylpiperidin-4-yl)eth-1-yl]acrylamide **(31)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(S)-1-methyl-2-(N''-piperidinyl)eth-1-yl]acrylamide **(32)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N''-(pyrid-4-yl)piperidin-4-yl}eth-1-yl]acrylamide **(33)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-1-methyl-2-(N''-piperidinyl)eth-1-yl]acrylamide **(34)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N''-(2-methylpyrid-4-yl)piperidin-4-yl}eth-1-yl]acrylamide **(35)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(S)-1-methyl-2-(4-methylpiperazin-1-yl)eth-1-yl]acrylamide **(36)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[1-(R)-1-methyl-2-(4-methylpiperazin-1-yl)eth-1-yl]acrylamide **(37)**;

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-methyl-N-2-(N''-methylpiperidin-4-yl)eth-1-yl]acrylamide **(38)**;

3-[2'-{(2",3"-dichlorobenzene)-N'-methylsulfonamido}phenyl]-N-methyl-N-2-[(N''-methylpiperidin-4-yl)eth-1-yl]acrylamide **(39)**;

3-[2'-{(2",5"-dimethyl-4"-chlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[(α -(R,S)-methoxycarbonyl)benzyl]acrylamide **(40)**;

3-[2'-{(2",3"-dichlorobenzene)-N'-methylsulfonamido}phenyl]-N-N-[(α -(R,S)-methoxycarbonyl)benzyl]acrylamide **(41)**; and

3-[2'-{(4"-chloro-2",5"-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-(N''-ethylpiperidin-4-yl)eth-1-yl]acrylamide **(42)**.

3-[2'-{(2",6"-dichlorobenzene)-N'-ethylsulfonamido}-phenyl]-N-[2-(N''-methylpiperidin-4-yl)ethyl]acrylamide **(135)**;

3-[2'-{(2'',6''-dichlorobenzene)-N'-ethylsulfonamido}-phenyl]-N-[4-(N''-(pyrid-4-yl)piperazinyl)phenyl]acrylamide (**136**);

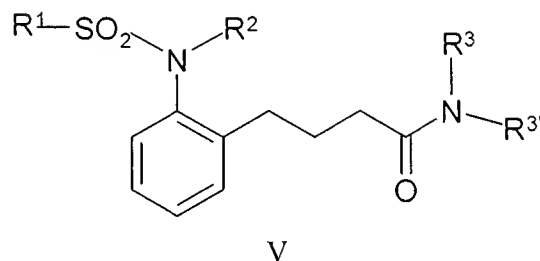
3-[2'-{(2'',6''-dichlorobenzene)-N'-ethylsulfonamido}-phenyl]-N-[2-{N''-(pyrid-4-yl)piperidin-4-yl}ethyl]acrylamide (**137**); and

3-trifluoromethyl-3-[2'-{(4''-chloro-2'',5''-dimethylbenzene)-N'-methylsulfonamido}-phenyl]-N-[2-{N''-(pyrid-4-yl)piperidin-4-yl}ethyl]acrylamide (**138**)[[.]]

or a pharmaceutically acceptable salt thereof, geometric isomer or stereoisomer thereof.

19.-20. (Canceled)

21. (Withdrawn/Currently amended) The compound according to Claim 1 which compound is represented by formula Va:



or a pharmaceutically acceptable salt thereof, geometric isomer or stereoisomer thereof.

22. (Withdrawn/Currently amended) A compound according to Claim 15 which is selected from the group consisting of:

3-[2'-{(2'',5''-dimethyl-4''-chlorobenzene)-N'-methylsulfonamido}-phenyl]-N-[(α-(R,S)-methoxycarbonyl)benzyl]butyramide (**64**); and

3-[2'-{(2'',3''-dichlorobenzene)-N'-methylsulfonamido}phenyl]-N-N-[(α-(R,S)-methoxycarbonyl)benzyl]butyramide (**65**);

3-[2'-{(2'',5''-dimethyl-4''-chlorobenzene)-N'-methylsulfonamido}phenyl]-N-methyl-N-[2-(N''-methylpiperidin-4-yl)ethyl]butyramide (**139**)

or a pharmaceutically acceptable salt thereof, geometric isomer or stereoisomer thereof.

23.-24. (Canceled)

25. (Withdrawn) A method for treating or palliating adverse symptoms mediated at least in part by the presence or secretion of bradykinin in a mammal which comprises administering to said mammal a therapeutically effective amount of a pharmaceutical composition according to Claim 29.

26. (Canceled)

27. (Withdrawn) A method for treating or ameliorating pain, hyperalgesia, hyperthermia and/or edema in mammals mediated at least in part by the release of bradykinin in such mammals which comprises a therapeutically effective of a pharmaceutical composition according to Claim 29.

28. (Withdrawn) The method according to Claim 27 wherein said treating or ameliorating adverse symptoms mediated at least in part by the release of bradykinin arises from burns, perioperative pain, migraine, shock, central nervous system injury, asthma, rhinitis, premature labor, inflammatory arthritis, inflammatory bowel disease or neuropathic pain.

29. (Currently amended) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound according to ~~any of~~ Claim 1.

30. (Withdrawn) A method for treating or palliating adverse symptoms mediated at least in part by the presence or secretion of bradykinin in a mammal which comprises

administering to said mammal a therapeutically effective amount of a compound according to any of Claim 1.

31. (Withdrawn) A method for treating or ameliorating pain, hyperalgesia, hyperthermia and/or edema in mammals mediated at least in part by the release of bradykinin in such mammals which comprises a therapeutically effective of a compound according to any of Claim 1.